📄 Chipacity LLC — Investor & SAFE Overview

Company Overview

Chipacity LLC is a South Park Valley–based technology company focused on providing innovative tech solutions for tomorrow. We blend cutting-edge digital technologies with human-centric design to empower our clients to build the next generation of products.

Corporate Structure and Governance

Chipacity operates as a limited liability company (LLC) that has elected to be treated as an S corporation for federal tax purposes.

Advantages: pass-through taxation, potential tax benefits, simplified structure.

Compliance: requires formal records, accurate meeting minutes, and proper governance.

Board of Directors: 3 members — the founder and 2 appointed directors — who oversee strategic direction and daily management.

Offering Overview

2.5 million shares of premier stock available to outside investors at US $3.20 per share.

Minimum purchase: 100 shares (each share = 1 vote at shareholder meetings).

Offering is exclusively for 80 select members, representing 80 available shareholder seats.

Benefit: 20% discount on any future common stock issued in later funding rounds.

Result: investors gain an immediate equity position and preferential pricing for future participation.

Investment Opportunity

Shareholders gain voting rights on major corporate matters.

The 80 seats are not board or employment positions; holders may vote at shareholder conferences and share in profits, without managerial duties.

Revenue will be generated primarily through royalties on intellectual property.

Taxation

As an S corporation, profits and losses pass through to shareholders.

Annual profit distributions are taxed as ordinary income based on each shareholder’s allocation.

If a shareholder later sells their ownership stake, long-term capital gains tax rules may apply if the interest was held for more than one year.

Investors should consult their own tax advisors for individual treatment.

📄 Sample SAFE Agreement Terms (Summary)

A Simple Agreement for Future Equity (SAFE) is an early-stage investment contract under which an investor provides capital now in exchange for the right to receive equity in a future financing round.

Key terms may include:

Discount Rate – Investors receive a lower per-share price when the SAFE converts into equity (e.g., 20% discount).

Valuation Cap – Sets the maximum valuation at which the SAFE converts, ensuring favorable conversion pricing.

Most Favored Nation Clause – Ensures early investors automatically benefit from later SAFEs with better terms.

Qualifying Round / Liquidity Event – Triggers conversion into equity (e.g., priced financing round, acquisition, IPO).

Voting Rights – SAFEs do not carry voting rights until conversion into equity.

Compliance and Transparency

Meeting minutes are maintained as official records.

Shareholders receive regular updates on performance.

Commitment to transparent governance and accountability.

Get Involved

If you're interested in participating in this offering or learning more about Chipacity, please reach out through our website contact form or via LinkedIn.